

Bruce R. Zirinsky  
Gregory M. Petrick  
Nathan A. Haynes  
CADWALADER, WICKERSHAM & TAFT LLP  
Counsel for Appellant Northwest Airlines, Inc.  
One World Financial Center  
New York, New York 10281  
Telephone: (212) 504-6000  
Facsimile: (212) 504-6666

Jeffrey A. Eyres\*  
Brian W. Thomson\*  
LEONARD STREET AND DEINARD PA  
Counsel for Appellant Northwest Airlines, Inc.  
150 South 5th Street, Suite 2300  
Minneapolis, Minnesota 55402  
Telephone: (612) 335-1500  
Facsimile: (612) 335-1657  
\*(*Pro Hac Vice* Admission Pending)

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re**

**NORTHWEST AIRLINES CORPORATION, *et al.*,**

**Debtors.**

**NORTHWEST AIRLINES, INC.,**

**Appellant,**

**-against-**

**CAPP SEVILLE, INC.,**

**Appellee.**

**Bankruptcy Court**

**Chapter 11**

**Case No.: 05-17930 (ALG)**

**Adv. Pro. No. 06-01446**

**Jointly Administered**

**CIVIL ACTION**

**No. 08-04742 (GBD)**

**Hon. George B. Daniels**

**MOTION TO ADMIT COUNSEL *PRO HAC VICE***

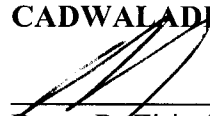
PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Nathan A. Haynes, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Brian W. Thomson  
Leonard, Street and Deinard  
Professional Association  
150 S. 5<sup>th</sup> St., Suite 2300  
Minneapolis, MN 55402  
(612) 335-7090  
(612) 335-1657

Brian W. Thomson is a member in good standing of the bar of the State of Minnesota. There are no pending disciplinary proceedings against Brian W. Thomson in any State or Federal court.

Dated: August 1, 2008  
New York, New York

**CADWALADER, WICKERSHAM & TAFT LLP**



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Bruce R. Zirinsky  
Gregory M. Petrick  
Nathan A. Haynes  
One World Financial Center  
New York, New York 10281  
Telephone: (212) 504-6000  
Facsimile: (212) 504-6666

- and -

**LEONARD STREET AND DEINARD PA**

Jeffrey A. Eyres\*  
Brian W. Thomson\*  
150 South 5th Street, Suite 2300  
Minneapolis, MN 55402  
Telephone: (612) 335-1500  
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Counsel for Appellant Northwest Airlines, Inc.

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**Hon. George B. Daniels**

State of New York     )  
                                  )     ss:  
County of New York    )

**AFFIDAVIT OF NATHAN A. HAYNES IN SUPPORT OF  
MOTION TO ADMIT COUNSEL *PRO HAC VICE***

I, Nathan A. Haynes, being duly sworn, hereby deposes and says as follows:

1. I am Special Counsel at Cadwalader, Wickersham & Taft, LLP counsel for Appellant Northwest Airlines, Inc. in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts

set forth herein and in support of Appellant's motion to admit Brian W. Thomson as counsel *pro hac vice* to represent Appellant in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in February 24, 1999. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Brian W. Thomson since 2006.

4. Brian W. Thomson is an attorney at Leonard, Street and Deinard, PA in Minneapolis, Minnesota.

5. A Certificate of Good Standing for Brian W. Thomson from the State of Minnesota Supreme Court is attached hereto as Exhibit A.

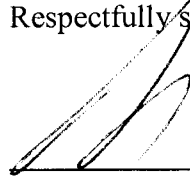
6. I have found Brian W. Thomson to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

7. Accordingly, I am pleased to move the admission of Brian W. Thomson, *pro hac vice*.

8. I respectfully submit a proposed order granting the admission of Brian W. Thomson, *pro hac vice*, which is attached hereto as Exhibit B.

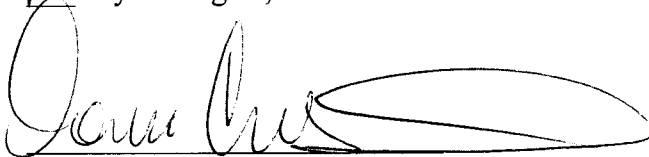
WHEREFORE it is respectfully requested that the motion to admit Brian W. Thomson, *pro hac vice*, to represent Appellant in the above captioned matter, be granted.

Respectfully submitted,



Nathan A. Haynes (NH 4955)  
CADWALADER, WICKERSHAM & TAFT LLP  
One World Financial Center  
New York, New York 10281  
Telephone: (212) 504-6000  
Facsimile: (212) 504-6666

SWORN TO BEFORE ME this  
1<sup>st</sup> day of August, 2008



NOTARY PUBLIC

**DOREEN CUSUMANO**  
Notary Public, State of New York  
No. 01CU8085128  
Qualified in Richmond County  
Commission Expires October 9, 2009

**EXHIBIT A**

# STATE OF MINNESOTA IN SUPREME COURT

## *Certificate of Good Standing*

This is to certify that the following lawyer is in good standing.

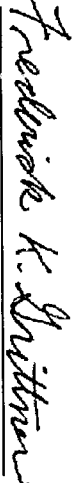
BRIAN WILLIAM THOMSON

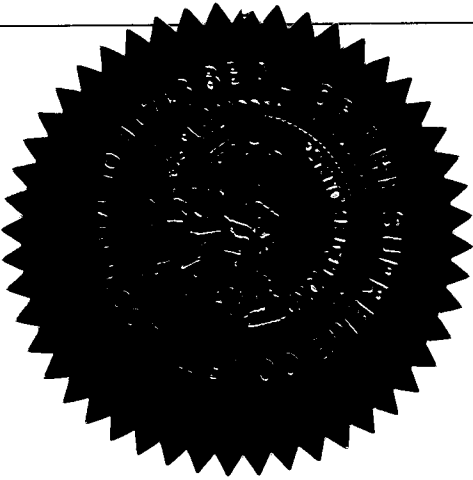
was duly admitted to practice as a lawyer and counselor at law in all the courts of this state on

October 25, 2002

Given under my hand and seal of this court on

July 30, 2008

  
Fredrick K. Gritner  
Clerk of Appellate Courts



**EXHIBIT B**



**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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Jointly Administered**

**CIVIL ACTION**

**No. 08-04742 (GBD)**

**Hon. George B. Daniels**

**ORDER FOR ADMISSION *PRO HAC VICE* ON WRITTEN MOTION**

Upon the motion of Nathan A. Haynes attorney for Northwest Airlines, Inc. and  
said sponsor of attorney's affidavit in support;

**IT IS HEREBY ORDERED** that

Brian W. Thomson  
Leonard, Street and Deinard  
Professional Association  
150 S. 5<sup>th</sup> St., Suite 2300  
Minneapolis, MN 55402  
(612) 335-1974  
(612) 335-1657  
[jeff.eyres@leonard.com](mailto:jeff.eyres@leonard.com)

is admitted to practice *pro hac vice* as counsel for Northwest Airlines, Inc. in the above-captioned case in the United States District Court of the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing

(ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov).

Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated: \_\_\_\_\_, 2008  
New York, New York

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UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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Adv. Pro. No. 06-01446  
Jointly Administered

CIVIL ACTION  
No. 08-04742 (GBD)

**AFFIDAVIT OF SERVICE**

STATE OF NEW YORK:

: SS

COUNTY OF NEW YORK:

Roddie Don Daniels, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of age and am employed by Cadwalader, Wickersham & Taft LLP, One World Financial Center, New York, NY 10281.

2. On the 1<sup>st</sup> day of August, 2008, I served a true and correct copy of the

- Motion to Admit Counsel *Pro Hac Vice* of Brian W. Thomson

by depositing a true copies thereof enclosed in an official depository under the exclusive care and custody of the U.S. Postal service, addressed to the following:

Derek L. Wright  
Foley & Lardner LLP  
321 North Clark Street  
Suite 2800  
Chicago, IL 60610

David B. Goroff  
Foley & Lardner LLP  
321 North Clark Street  
Suite 2800  
Chicago, IL 60610

  
Roddie Don Daniels

Sworn to before me on this  
1<sup>st</sup> day of August 2008



NEIL A. ELLMAN  
Notary Public, State of New York  
No. 41-4681078  
Qualified in Queens County  
Certificate filed in New York County  
USActive 1356558  
Commission Expires 2/28/10